

EXHIBIT D

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August 28, 2003

Honorable Herman J. Weber
United States District Court
Potter Steward United States Court House
Room 801
100 East Fifth Street
Cincinnati, Ohio 45202

Re: ***In Re Procter & Gamble Company Shareholders Litigation***, Civil Action
No. C-1-00-190

Dear Judge Weber:

This letter is to advise you that Defendants have reviewed the Motion Regarding Redistribution of Net Settlement Fund and Supporting Affidavit. Defendants do not object to the entry of the proposed Order authorizing the payment of late claims, resubmitted claims and balance of the Net Settlement Fund to the class members that have received and negotiated checks representing their portion of the Net Settlement Fund.

Very Truly Yours,

Waite, Schneider, Bayless & Chesley
Co., L.P.A.



Terrence L. Goodman